

# TENNESSEE REGULATORY AUTHORITY

Deborah Taylor Tate, Chairman  
Pat Miller, Director  
Sara Kyle, Director  
Ron Jones, Director



460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

February 2, 2004

Ms. Carol Clark  
LeBoeuf, Lamb, Greene & MacRae L.L.P.  
99 Washington Avenue, Suite 2020  
Albany, New York 12210-2820

RE: TRA Docket No. 03-00458 - Notification of the Use of the "Doing Business As" (DBA) TelCove by Adelphia Business Solutions of Nashville, L.P.

TRA Docket No. 03-00605 - Petition for Transfer of Control of Adelphia Business Solutions of Nashville, L.P. and Adelphia Business Solutions Operations, Inc.

Dear Ms. Clark:

On August 1, 2003, the Tennessee Regulatory Authority ("TRA") received notification from Adelphia Business Solutions of Nashville, L.P. of its intention to conduct business in Tennessee under the name of TelCove. On August 11, 2003, the Company was informed, in a letter to then Deputy General Counsel of Operations Terry Romine, attached for your convenience, that this proposed name change is not in compliance with all statutory requirements of the State of Tennessee. To date, this situation has not changed, notwithstanding the efforts of the Agency through multiple verbal requests. As indicated in our telephone conversation on January 27, 2004, the petition for approval of a transfer of control filed in TRA Docket No. 03-00605 cannot be considered in the absence of such compliance.

In order to proceed with consideration of these dockets, Adelphia Business Solutions of Nashville, L.P. must register TelCove with the Tennessee Secretary of State as an assumed name pursuant to the requirements of Tenn. Code Ann. § 48-14-101(d). Once the Company has complied with this statutory requirement, the TRA can consider approval of this name change and, thereafter, the petition to transfer control. Because Adelphia Business Solutions of Nashville may already be offering services in Tennessee as TelCove, failure to register this assumed name with the Secretary of State may subject the Company to penalties under Tennessee law.

Ms. Carol Clark  
February 2, 2004  
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We do thank you for your assistance with this matter and hope that you will contact us with any additional questions or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read "K Beals". The signature is fluid and cursive, with the first letter of the last name being a large, stylized capital 'B'.

Kim Beals  
Counsel

C: Richard Collier, General Counsel  
Aster Adams, Chief, Economic Analysis Division  
Docket File Nos. 03-00458 and 03-00605

Enclosure

# TENNESSEE REGULATORY AUTHORITY

Deborah Taylor Tate, Chairman  
Pat Miller, Director  
Sara Kyle, Director  
Ron Jones, Director



460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

August 11, 2003

Terry J. Romine  
Deputy General Counsel of Operations  
Adelphia Business Solutions, Inc.  
712 North Main Street  
Coudersport, PA 16915

RE: TRA Docket No. 03-00458 - Notification of the Use of the "Doing Business As" (DBA) TelCove by Adelphia Business Solutions of Nashville, L.P.

Dear Mr. Romine:

On August 1, 2003, the Tennessee Regulatory Authority ("TRA") received notification from Adelphia Business Solutions of Nashville, L.P. of its intention to conduct business in Tennessee under the name of TelCove. Based upon the information provided by Adelphia and as clarified by the Tennessee Secretary of State's Office, we are presently unable to submit this matter for consideration by the TRA Directors.

Before the TRA can consider a request to operate under an assumed name, the business entity must first register the assumed name with the Secretary of State and provide the resulting documentation. The "Application for Amended Registration of Foreign Limited Partnership" is inadequate for this purpose. Furthermore, based upon the records of the Secretary of State, TelCove is already registered as an assumed name to Adelphia Business Solutions Operations, Inc, not Adelphia Business Solutions of Nashville, L.P. According to Tenn. Code Ann. § 48-14-101, two business entities may not operate under the same assumed name. There is no apparent exception for sister corporations. Nor does the statute provide for blanket use by subsidiaries of a name, assumed by a parent corporation. In other words, Tennessee law may not permit the use of TelCove by Adelphia Business Solutions Operations, Inc, and a sister corporation or by Adelphia Business Solutions, Inc. and all of its subsidiaries operating in Tennessee.

Adelphia  
August 11, 2003  
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We do thank you for bringing this matter to the attention of the TRA and hope that the information provided will be helpful in bringing the proposed use of an assumed name into compliance with Tennessee law. Once Adelphia has done so, it will need to submit the associated documentation for consideration by the TRA. In the meantime, please do not hesitate to contact us with any additional questions or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read "K Beals", written in a cursive style.

Kim Beals  
Counsel

C: Richard Collier, General Counsel  
Aster Adams, Chief, Economic Analysis Division